

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:)	Chapter 11
)	
W. R. GRACE & CO., et al.,)	Case No. 01-01139 (JKF)
)	Jointly Administered
Debtors.)	Re: 5/15/06 Agenda Item 8
		Docket No. 12224

NOTICE OF FILING ASSET PURCHASE AGREEMENT

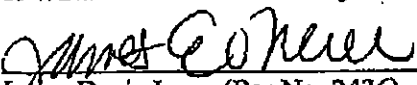
PLEASE TAKE NOTICE that attached as Exhibit A to this Notice is the Asset Purchase Agreement by and between Basell USA Inc. and W. R. Grace & Co. - Conn entered on May 2, 2006.

Dated: May 11, 2006

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-and-

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